

Exhibit JX10

STRICTLY PRIVATE AND CONFIDENTIAL

18 January 2018

Process Memorandum for entering into a Purchase Agreement for Grams

Dear Recipient,

We appreciate your interest in entering into a Purchase Agreement (the “**Purchase Agreement**”) with Telegram Group Inc. (“**Telegram**”) and a direct subsidiary of Telegram (the “**Issuer**”) that is currently being formed for the purpose of issuing a new cryptocurrency called “**Grams**”.

We expect that all Purchase Agreements will be executed and returned by purchasers by **25 January 2018**. To ensure that you are eligible to participate in the offering, we request that you complete the following steps:

1. KYC Form: Annex A to this process memorandum contains certain “know your customer” information. You must complete, sign and deliver Annex A via e-mail to the Issuer at the following email address no later than **23 January 2018**:

Shyam Parekh

Advisor

Tel: +44 7881848737

E-mail: shyam@telegram.org

The Issuer, at its sole discretion, may request additional KYC information in order to comply with applicable laws.

2. Purchase Agreement: Annex B to this process memorandum contains the Purchase Agreement for your review. The Issuer and Telegram are not expecting purchasers to make any edits to the Purchase Agreement attached as Annex B. The Purchase Agreement will be the binding agreement pursuant to which purchasers will subscribe for Grams.

Instructions for completing and returning the Purchase Agreement:

- Please carefully review the Purchase Agreement, and in particular, the Purchaser’s Warranties set out in Schedule 2 thereto.
- On the purchaser signature page (at page 24 of the Purchase Agreement), please:
 - insert the name, address and contact details of the purchaser and insert the allocation amount notified to you in the covering email to which this letter is attached; and
 - arrange for an authorised signatory to sign the Purchase Agreement (do **not** date the purchaser signature page or any other page of the Purchase Agreement).

- An authorised signatory must complete and sign the appropriate Rep Letter (as defined in, and forms of which are appended to, the Purchase Agreement).
 - In addition, if the purchaser is an entity formed for the specific purpose of participating in this offering, then both the purchaser and each person who holds an equity interest in such entity must complete and deliver the appropriate Rep Letter to the Issuer at the time the Purchase Agreement is executed.
- Please send a scanned copy of the executed Purchase Agreement, together with a scanned copy of all applicable executed Rep Letters, via e-mail to the Issuer at the following email address no later than **25 January 2018**:

Shyam Parekh
Advisor

Tel: +44 7881848737
E-mail: shyam@telegram.org

- Upon receipt of a duly executed Purchase Agreement, Rep Letter(s) and KYC Form(s) from all purchasers, the Issuer and Telegram will return a dated and counter-signed copy of the Purchase Agreement to you and will notify you of the account details to which the Purchase Amount must be paid in accordance with the terms of the Purchase Agreement.
3. Pre-Sale Primer: Attached to this email is the “Telegram Pre-Sale Primer” and the appendices thereto (the “**Pre-Sale Primer**”). You should review the Pre-Sale Primer for details regarding the Issuer’s plans for the sale of Grams and the development, launch and operation of the TON Network.

The contents of the Purchase Agreement represent the entire understanding and will constitute the entire agreement among you, Telegram and the Issuer in relation to the subject matter thereof and the transactions contemplated thereby, and will supersede all previous agreements, understandings or arrangements (whether express, implied, oral or written (whether or not in draft form)) among you, Telegram and/or the Issuer with respect thereto.

Information about Grams and this process memorandum has been furnished to you solely for informational purposes. You should not rely on any representations or warranties made by Telegram or the Issuer outside of those contained in any executed Purchase Agreement.

Each of Telegram and the Issuer expressly reserves the right to terminate discussions and negotiations with you at any time, to deal with one or more parties to the exclusion of others and to modify the transaction process described herein. A proposal to purchase Grams will be deemed accepted by Telegram and the Issuer only when a Purchase Agreement has been executed and delivered by the parties thereto. You must bear all costs of your investigation and evaluation of Grams, including the fees and disbursements of your counsel and other advisors.

Under no circumstances are prospective purchasers to contact the customers, suppliers, relevant contractual parties, personnel or shareholders of Telegram or any of its affiliates (including the Issuer) without the prior express written consent of Telegram. Telegram remains the sole point of contact and is available to discuss matters relating to these procedures.

All dates referred to in this process memorandum are subject to change at the sole discretion of the Issuer and Telegram.

On behalf of Telegram and the Issuer, we appreciate your interest in purchasing Grams.

Very truly yours,

TELEGRAM GROUP INC.

**See JX16 for Annex A and
JX11 for Annex B**